

## ORIGINAL

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## BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

KRISTIN K. MAYES - Chairman GARY PIERCE PAUL NEWMAN SANDRA D. KENNEDY BOB STUMP 2010 JAN 20 P 1: 36

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IN THE MATTER OF:

BARRON WILSON THOMAS, a single man;

BARRON THOMAS SCOTTSDALE, L.L.C., an Arizona limited liability company;

BARRON THOMAS SCOTTSDALE, L.L.C., a Delaware limited liability company;

BARRON THOMAS AVIATION, INC., a Delaware corporation;

BARRON THOMAS AVIATION HOLDINGS, INC., a Delaware corporation;

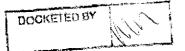
BARRON THOMAS SOUTHWEST, INC., a Delaware corporation,

RESPONDENTS.

Arizona Corporation Commission
DOCKETED

DOCKET NO. S-20720A-10-0001

JAN 20 2010



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## PROCEDURAL ORDER

## BY THE COMMISSION:

On January 5, 2010, the Securities Division ("Division") of the Arizona Corporation Commission ("Commission") filed a Notice of Opportunity for Hearing ("Notice") against Barron Wilson Thomas, Barron Thomas Scottsdale, L.L.C., an Arizona limited liability company ("BTSAZ"), Barron Thomas Scottsdale, L.L.C., a Delaware limited liability company ("BTSD"); Barron Thomas Aviation, Inc., a Delaware corporation ("BTA, Inc."), Barron Thomas Aviation Holdings, Inc., a Delaware corporation ("BTAH"), Barron Thomas Southwest, Inc., a Delaware corporation ("BTS") (collectively "Respondents"), in which the Division alleged multiple violations of the Arizona Securities Act ("Act") in connection with the offer and sale of securities in the form of investment contracts and notes.

The Respondents were duly served with copies of the Notice.

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On January 15, 2010, a request for hearing was filed by Respondents.

Accordingly, a pre-hearing conference should be scheduled.

IT IS THEREFORE ORDERED that a pre-hearing conference shall be held on February 18, 2010, at 9:30 a.m., at the Commission's offices, 1200 West Washington Street, Room 100, Phoenix, Arizona.

IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113-Unauthorized Communications) applies to this proceeding as the matter is now set for public hearing.

IT IS FURTHER ORDERED that withdrawal or representation must be made in compliance with A.A.C. R14-3-104(E) and Rule 1.16 of the Rules of Professional Conduct (under Rule 42 of the Rules of the Arizona Supreme Court). Representation before the Commission includes appearances at all hearings and procedural conferences, as well as all Open Meetings for which the matter is scheduled for discussion, unless counsel has previously been granted permission to withdraw by the Administrative Law Judge or the Commission.

IT IS FURTHER ORDERED that all parties must comply with Rules 31 and 38 of the Rules of the Arizona Supreme Court and A.R.S. § 40-243 with respect to practice of law and admission *pro hac vice*.

IT IS FURTHER ORDERED that the Presiding Officer may rescind, alter, amend, or waive any portion of this Procedural Order either by subsequent Procedural Order or by ruling at hearing.

DATED this \_\_\_\_\_\_ day of January, 2010.

MARCE. STERN

ADMINISTRATIVE LAW JUDGE

1	Copies of the foregoing mailed/delivered this day of January, 2010 to:
2	
3	Brian J. Schulman GREENBERG TRAURIG, LLP
4	2375 East Camelback Road, Suite 700 Phoenix, AZ 85016
5	Attorneys for Respondents
6	Matt Neubert, Director Securities Division
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8	Phoenix, AZ 85007
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10	Phoenix, AZ 85004
11	By: Dryles
12	Debra Broyles Secretary to Marc E. Stern
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